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ACCOUNT NO. : 072100000032

REFERENCE : 955006 81341A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
JAN-5 11:21 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 5, 2001

ORDER TIME : 10:29 AM

ORDER NO. : 955006-005

CUSTOMER NO: 81341A

CUSTOMER: Stacy L. Magruder, Esq
Robin A. Lloyd, Sr. And
Associates, P.a.
Suite 201
3545 Ocean Drive
Vero Beach, FL 32963

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****125.00 ****125.00

DOMESTIC FILING

NAME: GOODPASTURE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

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01 JAN-5 AM 11:27
DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
GOODPASTURE, L.L.C.
(a Florida Limited Liability Company)

FILED
01 JAN -5 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certifies that I have organized for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies.

ARTICLE I
(Name and Principal Place of Business)

The name of the limited liability company is GOODPASTURE, L.L.C., and the mailing address and street address of its principal office is Theodore R. Duncan, Jr. c/o GOODPASTURE, L.L.C., 1350 Indian Mound Trail, Vero Beach, Florida 32963.

ARTICLE II
(Period of Duration)

The limited liability company shall come into existence upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the Operating Agreement of the limited liability company.

ARTICLE III
(Initial Registered Office and Registered Agent)

The mailing address of the initial registered office, and principal place of business, of the limited liability company is 1350 Indian Mound Trail, Vero Beach, Florida 32963. The name of the company's initial registered agent at that address is Theodore R. Duncan, Jr..

ARTICLE IV
(Membership Restrictions - Admissions)

Additional persons or entities may be admitted to the limited liability company as members

upon the unanimous consent of the current members and on such terms and conditions as determined by the members and in accordance with these Articles and the Operating Agreement of the limited liability company.

01 JAN-5 PM 2:19
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
(Right to Continue Business)

On the death, withdrawal, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the consent of a majority (or all) of the remaining members within ninety (90) days of the terminating or dissolving event.

ARTICLE VI
(Management)

The limited liability company shall be managed by one (1) manager, except as otherwise provided in the Operating Agreement of the limited liability company. The name and address of the person who shall serve until the first annual meeting of members is as follows: Theodore R. Duncan, Jr., 1350 Indian Mound Trail, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, the undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of GOODPASTURE, L.L.C.

Executed by the undersigned this 4TH day of January, 2001.


Theodore R. Duncan, Jr.

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

In accordance with Chapter 608.407(1)(d), Florida Statutes, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is GOODPASTURE, L.L.C.

The name of the registered agent for GOODPASTURE, L.L.C., is Theodore R. Duncan, Jr., and the street address of the company's principal office where the agent is located is 1350 Indian Mound Trail, Vero Beach, Florida 32963.

This statement is to acknowledge that, as indicated above, GOODPASTURE, L.L.C., has appointed me, Theodore R. Duncan, Jr., as its Registered Agent to accept service of Process for the company at the place designated above in this certificate. I accept this appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Theodore R. Duncan, Jr.
Theodore R. Duncan, Jr.

January 4, 2001
Dated

The foregoing instrument was acknowledged before me this 4 day of January, 2001, by Theodore R. Duncan, Jr., on behalf of GOODPASTURE, L.L.C., a limited liability company. He is personally known to me or has produced his driver's license as identification.

Gayle P. Ashley
Notary Public
State of Florida

My Commission Expires:

